

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

FEDERAL HOME LOAN BANK OF
BOSTON,

Plaintiff,

v.

ALLY FINANCIAL, INC. F/K/A GMAC
LLC; BANC OF AMERICA FUNDING
CORPORATION; BANK OF AMERICA
CORPORATION; BANK OF AMERICA,
NATIONAL ASSOCIATION; BARCLAYS
CAPITAL INC.; BARRY J. O'BRIEN;
BCAP LLC; BEAR STEARNS ASSET
BACKED SECURITIES I LLC; CAPITAL
ONE FINANCIAL CORPORATION;
CAPITAL ONE, NATIONAL
ASSOCIATION; CHEVY CHASE
FUNDING LLC; CHRISTOPHER M.
O'MEARA; CITICORP MORTGAGE
SECURITIES, INC.; CITIGROUP
FINANCIAL PRODUCTS, INC.;
CITIGROUP GLOBAL MARKETS INC.;
CITIGROUP GLOBAL MARKETS
REALTY CORP.; CITIGROUP INC.;
CITIGROUP MORTGAGE LOAN TRUST
INC.; CITIMORTGAGE, INC.;
COUNTRYWIDE FINANCIAL
CORPORATION; COUNTRYWIDE HOME
LOANS, INC.; COUNTRYWIDE
SECURITIES CORP.; CREDIT SUISSE
(USA), INC.; CREDIT SUISSE FIRST
BOSTON MORTGAGE SECURITIES
CORP.; CREDIT SUISSE HOLDINGS
(USA), INC.; CREDIT SUISSE
SECURITIES (USA) LLC; CWALT, INC.;
CWMBS, INC.; DB STRUCTURED
PRODUCTS, INC.; DB U.S. FINANCIAL
MARKET HOLDING CORPORATION;
DEUTSCHE ALT-A SECURITIES, INC.;
DEUTSCHE BANK SECURITIES INC.;
DLJ MORTGAGE CAPITAL, INC.;
EDWARD GRIEB; EMC MORTGAGE
CORPORATION; FITCH, INC.; GMAC

Civil Action No. 11-10952-GAO

**STIPULATION AND [PROPOSED]
ORDER REGARDING REMAND
BRIFING SCHEDULE**

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MORTGAGE GROUP LLC F/K/A GMAC
 MORTGAGE GROUP, INC.; GOLDMAN,
 SACHS & CO.; IMH ASSETS CORP.;
 IMPAC FUNDING CORPORATION;
 IMPAC MORTGAGE HOLDINGS, INC.;
 IMPAC SECURED ASSETS CORP.; J.P.
 MORGAN ACCEPTANCE
 CORPORATION I; J.P. MORGAN
 MORTGAGE ACQUISITION CORP.; J.P.
 MORGAN SECURITIES LLC F/K/A
 BEAR, STEARNS & CO. INC. AND J.P.
 MORGAN SECURITIES INC.; JAMES J.
 SULLIVAN; JPMORGAN CHASE & CO.;
 JPMORGAN SECURITIES HOLDINGS
 LLC; KRISTINE SMITH; LANA FRANKS;
 MARK L. ZUSY; MERRILL LYNCH &
 CO., INC.; MERRILL LYNCH
 MORTGAGE INVESTORS, INC.;
 MERRILL LYNCH MORTGAGE
 LENDING, INC.; MERRILL LYNCH,
 PIERCE, FENNER & SMITH
 INCORPORATED; MOODY'S
 CORPORATION; MOODY'S INVESTORS
 SERVICE, INC.; MORGAN STANLEY;
 MORGAN STANLEY & CO. INC.;
 MORGAN STANLEY CAPITAL I INC.;
 MORGAN STANLEY MORTGAGE
 CAPITAL HOLDINGS LLC; MORTGAGE
 ASSET SECURITIZATION
 TRANSACTIONS, INC.; MORTGAGEIT
 SECURITIES CORP.; MORTGAGEIT,
 INC.; NOMURA ASSET ACCEPTANCE
 CORPORATION; NOMURA CREDIT &
 CAPITAL, INC.; NOMURA HOLDING
 AMERICA, INC.; NOMURA SECURITIES
 INTERNATIONAL, INC.; RBS
 ACCEPTANCE INC. F/K/A GREENWICH
 CAPITAL ACCEPTANCE, INC.; RBS
 FINANCIAL PRODUCTS INC. F/K/A
 GREENWICH CAPITAL FINANCIAL
 PRODUCTS, INC.; RBS HOLDINGS USA
 INC. F/K/A GREENWICH CAPITAL
 HOLDINGS, INC.; RBS SECURITIES INC.
 F/K/A GREENWICH CAPITAL
 MARKETS, INC.; RESIDENTIAL
 ACCREDIT LOANS, INC.; RESIDENTIAL

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FUNDING COMPANY, LLC F/K/A
 RESIDENTIAL FUNDING
 CORPORATION; RICHARD MCKINNEY;
 RICHARD S. FULD, JR.; SAMIR TABET;
 SANDLER O'NEILL + PARTNERS, L.P.;
 STANDARD & POOR'S FINANCIAL
 SERVICES LLC; STRUCTURED ASSET
 MORTGAGE INVESTMENTS II INC.;
 THE BEAR STEARNS COMPANIES LLC
 F/K/A THE BEAR STEARNS
 COMPANIES INC.; THE MCGRAW-HILL
 COMPANIES, INC.; UBS AMERICAS
 INC.; UBS REAL ESTATE SECURITIES
 INC.; UBS SECURITIES LLC; WAMU
 CAPITAL CORP.; WELLS FARGO &
 COMPANY; WELLS FARGO ASSET
 SECURITIES CORPORATION; WELLS
 FARGO BANK, NATIONAL
 ASSOCIATION; and DEFENDANTS JOHN
 DOE 1-50,

Defendants.

**STIPULATION AND [PROPOSED] ORDER REGARDING
REMAND BRIEFING SCHEDULE**

Plaintiff Federal Home Loan Bank of Boston ("Plaintiff") and Defendants Banc of America Funding Corporation, Bank of America, N.A., Bank of America Corporation, BCAP LLC, Barclays Capital Inc, Bear Stearns Asset Backed Securities I LLC, Structured Asset Mortgage Investments II Inc., J.P. Morgan Securities LLC f/k/a Bear, Stearns & Co. Inc., EMC Mortgage Corporation, The Bear Stearns Companies LLC f/k/a The Bear Stearns Companies Inc., Chevy Chase Funding LLC, Citicorp Mortgage Securities, Inc., Citigroup Mortgage Loan Trust Inc., Citigroup Global Markets Inc., Citigroup Global Markets Realty Corp., CitiMortgage, Inc., Citigroup Financial Products, Inc., Citigroup Inc., CWALT, Inc., CWMBS, Inc., Countrywide Securities Corp., Countrywide Home Loans, Inc., Countrywide Financial Corporation, Credit Suisse First Boston Mortgage Securities Corp., Credit Suisse Securities (USA) LLC, DLJ Mortgage Capital, Inc., Credit Suisse (USA), Inc., Credit Suisse Holdings

(USA), Inc., Deutsche Alt-A Securities, Inc., Deutsche Bank Securities Inc., DB Structured Products, Inc., DB U.S. Financial Market Holding Corporation, Goldman, Sachs & Co., RBS Acceptance Inc. f/k/a Greenwich Capital Acceptance, Inc., RBS Securities Inc. f/k/a Greenwich Capital Markets, Inc., RBS Financial Products Inc. f/k/a Greenwich Capital Financial Products, Inc., RBS Holdings USA Inc. f/k/a Greenwich Capital Holdings, Inc., IMH Assets Corp., Impac Secured Assets Corp., Impac Funding Corporation, Impac Mortgage Holdings, Inc., J.P. Morgan Acceptance Corporation I, J.P. Morgan Securities Inc., J.P. Morgan Mortgage Acquisition Corp., JPMorgan Securities Holdings LLC, JPMorgan Chase & Co., Merrill Lynch Mortgage Investors, Inc., Merrill Lynch, Pierce Fenner & Smith Incorporated, Merrill Lynch Mortgage Lending, Inc., Merrill Lynch & Co., Inc., Morgan Stanley Capital I Inc., Morgan Stanley & Co. Incorporated, Morgan Stanley Mortgage Capital Holdings LLC, Morgan Stanley, MortgageIT Securities Corp., MortgageIT, Inc., Nomura Asset Acceptance Corporation, Nomura Securities International, Inc., Nomura Credit & Capital, Inc., Nomura Holding America, Inc., Residential Accredited Loans, Inc., Residential Funding Company, LLC f/k/a Residential Funding Corporation, GMAC Mortgage Group LLC f/k/a GMAC Mortgage Group, Inc., Ally Financial, Inc. f/k/a GMAC LLC, Sandler, O'Neill & Partners, L.P., Mortgage Asset Securitization Transactions, Inc., UBS Securities LLC, UBS Real Estate Securities Inc., UBS Americas Inc., WaMu Capital Corp., Wells Fargo & Co., Wells Fargo Asset Securities Corporation, Wells Fargo Bank, N.A., Moody's Corporation, Moody's Investors Service, Inc., Standard & Poor's Financial Services LLC, Fitch, Inc. and The McGraw-Hill Companies, Inc., (collectively "Defendants") state as follows:

WHEREAS, on April 20, 2011 Plaintiff filed a complaint (the "Complaint") captioned *Federal Home Loan Bank of Boston v. Ally Financial, Inc., et al.*, Case No. 11-1533-BLS1, in the Superior Court of the Commonwealth of Massachusetts for Suffolk County (the "State Court");

WHEREAS, on May 26, 2011, Defendants Bear Stearns Asset Backed Securities I, LLC, EMC Mortgage Corporation, J.P. Morgan Acceptance Corporation I, J.P. Morgan Mortgage

Acquisition Corp., J.P. Morgan Securities, LLC (f/k/a Bear, Stearns & Co. Inc. and J.P. Morgan Securities, Inc.), JPMorgan Chase & Co., JPMorgan Securities Holdings, LLC, Structured Asset Mortgage Investments II, Inc., The Bear Stearns Companies, LLC (f/k/a The Bear Stearns Companies Inc.), and WaMu Capital Corp. filed a Notice of Removal to this Court, while reserving all rights and defenses;

WHEREAS, the remaining Defendants have assented to or joined in the Notice of Removal;

WHEREAS, Plaintiff filed a motion to remand the Action to State Court on June 22, 2011; and

WHEREAS, the parties have met and conferred, and have agreed to the briefing schedule outlined in this stipulation.

IT IS HEREBY STIPULATED AND AGREED, by and between the Plaintiff and Defendants, through their undersigned counsel and subject to the Court's approval, as follows:

1. Defendants shall file and serve their opposition to remand on or before July 22, 2011.
2. Plaintiff shall be allowed to file and serve a reply memorandum in support of its remand motion, and shall do so on or before August 5, 2011.
3. By entering into this Stipulation, neither Plaintiff nor Defendants waive their rights to seek from each other or the Court additional adjournments or extensions of the applicable deadlines.
4. By entering into this Stipulation, the parties do not waive, and expressly preserve, any rights, claims, or defenses, including without limitation, those relating to jurisdiction, venue, and arbitrability, and all such rights, claims, and defenses are preserved.

Dated: July 1, 2011

SO ORDERED:

George A. O'Toole
United States District Judge

Respectfully submitted,

Plaintiff:

FEDERAL HOME LOAN BANK OF
BOSTON,

By their attorneys,

/s/ Amy Williams-Derry

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INVESTMENTS II INC.; EMC MORTGAGE
CORPORATION; J.P. MORGAN
ACCEPTANCE CORPORATION I; J.P.
MORGAN MORTGAGE ACQUISITION
CORP.; J.P. MORGAN SECURITIES LLC
F/K/A BEAR, STEARNS & CO. INC. AND
J.P. MORGAN SECURITIES INC.;
JPMORGAN CHASE & CO.; JPMORGAN
SECURITIES HOLDINGS LLC; WAMU
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INC. F/K/A GREENWICH CAPITAL
HOLDINGS, INC.; RBS SECURITIES INC.
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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served, pursuant to agreement, upon counsel of record for plaintiffs by electronic mail and upon counsel of record for all defendants by ECF on July 1, 2011.

/s/ Nikki Jean Fisher

Nikki Jean Fisher